

PAUL, HASTINGS, JANOFSKY & WALKER LLP
Barry Sher (BS-4252)
Daniel B. Goldman (DG-4503)
75 East 55th Street
New York, NY 10022-3205
Telephone: (212) 318-6000
*Counsel for Defendants State Street Bank and Trust Company
and State Street Global Advisors, Inc.*

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE STATE STREET BANK AND TRUST
CO. ERISA LITIGATION

Index No. 07-CV-8488 (RJH)

This document relates to:
07-CV-8488 (*Prudential Retirement Insurance
and Annuity Company v. State Street Bank and
Trust Company and State Street Global
Advisors, Inc.*)

**NOTICE OF MOTION TO DISMISS AND IN THE ALTERNATIVE
FOR SUMMARY JUDGMENT**

PLEASE TAKE NOTICE that, upon the annexed Defendants' Statement of Material Undisputed Facts; Declaration of Daniel B. Goldman dated February 4, 2008, and the exhibits attached thereto; and the accompanying memorandum of law, dated February 4, 2008, Defendants State Street Bank and Trust Company and State Street Global Advisors, Inc. will move this Court before The Honorable Richard J. Holwell at the United States Courthouse, in Courtroom 17B, located at 500 Pearl Street, New York, New York 10007, for an Order pursuant to Rule 12(b)(1), Rule 12(b)(6) and/or Rule 56(b) of the Federal Rules of Civil Procedure ("Federal Rules") dismissing this action in its entirety or granting summary judgment, and for such other and further relief as the Court deems just and proper.

Answering papers, if any, are to be served in accordance with the Federal Rules and with the Scheduling Order in this action.

Dated: New York, New York
February 4, 2008

Respectfully submitted,

PAUL, HASTINGS, JANOFSKY
& WALKER, LLP

By: /s/ Barry Sher
Barry Sher (BS-4252)
Daniel B. Goldman (DG-4503)
75 East 55th Street
New York, NY 10022-3205
Telephone: (212) 318-6000
Counsel for Defendants

TO: Edwin G. Schallert, Esq.
DEBEVOISE & PLIMPTON, LLP
919 Third Avenue
New York, New York 10022
(212) 909-6000
Counsel for Plaintiff

CERTIFICATE OF SERVICE

The undersigned member of the Bar of this Court hereby certifies that, on February 4, 2008, he caused to be served a true and correct copy of the foregoing Notice of Defendants' Motion to Dismiss and in the Alternative for Partial Summary Judgment via E-Mail, First Class Mail and ECF filing upon the following counsel of record for Plaintiff Prudential Retirement Insurance and Annuity Company:

Edwin G. Schallert, Esq.
DEBEVOISE & PLIMPTON, LLP
919 Third Avenue
New York, New York 10022
(212) 909-6000

Dated: New York, New York
February 4, 2008

/s/
Barry Sher

LEGAL_US_E# 77538661.2